

# **EXHIBIT B**

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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

TILLIE SALTZMAN, Individually and On Behalf of  
All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES O. PRINCE,  
ROBERT E. RUBIN, STEPHEN R. VOLK, SALLIE  
L. KRAWCHECK, GARY L. CRITTENDEN and  
ROBERT DRUSKIN,

Defendants.

Civil Action No.  
07 CIV 9901 (SHS)

LENNARD HAMMERSCHLAG, Individually and  
On Behalf of All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE, SALLIE  
KRAWCHECK, and GARY CRITTENDEN,

Defendants.

No. 07 CIV 10258 (SHS)

**DECLARATION OF HENRIETTA WHITCOMB IN SUPPORT  
OF ATD'S MOTION FOR APPOINTMENT AS LEAD PLAINTIFF,  
AND IN OPPOSITION TO COMPETING MOTIONS**

1. I am David Whitcomb's wife, a former shareholder in my own right of ATD, a member of The ATD Group, and I make this declaration in further support of the motion by The ATD Group for appointment as lead plaintiff in the Citigroup securities class action litigation, and in opposition to papers opposed to that application.

2. I have read my husband's December 31, 2007 declaration, and I can affirm that I had access, and have every reason to believe that the other ATD shareholders or group members had access, only to publicly available materials concerning Citigroup in connection with the ATD-Citigroup transaction.

3. I join in my husband's declaration that, in determining whether to agree to acquire Citigroup stock in consideration for our sale of ATD, we relied on: a) our general belief that Citigroup's publicly traded stock price was an accurate reflection of all material publicly-known information about Citigroup; and b) the accuracy of the information in Citigroup's annual and quarterly reports and other SEC filings.

4. I also have read my husband's reply declaration and join in his statements respecting service by the members of The ATD Group as directors or officers of ATD.

5. I declare under penalty of perjury that the foregoing is true and accurate.

Dated: 1/31/08, 2008

  
HENRIETTA WHITCOMB